

Hearing Date: May 9, 2006

Hearing Time: 10:00 a.m. (Prevailing Eastern Time)

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UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

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In re

DELPHI CORPORATION, et al.,

Debtors.

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Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

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PROPOSED 1113/1114 HEARING AGENDA

Location Of Hearing:

United States Bankruptcy Court for the Southern District of New
York, Alexander Hamilton Custom House, Room 601, 6th Floor,
One Bowling Green, New York, New York 10004-1408

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Contested Matters (2 Matters)

B. Contested Matters

- 1. **"UAW Motion to Limit Participation"** – Motion Of International Union, United Automobile, Aerospace And Implement Workers Of America (UAW) To Limit Participation In The Hearing On Delphi's Section 1113 And Section 1114 Motion (Docket No. 3447)

Response Filed: Response Of USW To Motion Of International Union, United Automobile, Aerospace And Implement Workers Of America (UAW) To Limit Participation In The Hearing On Delphi's Section 1113 And Section 1114 Motion (Docket No. 3499); Objection Of Mercedes-Benz U.S. International, Inc., To The Motion Of International Union, United Automobile, Aerospace And Implement Workers Of America (UAW) To Limit Participation In The Hearing On Delphi's Section 1113 And Section 1114 Motion (Docket No. 3622); Objection of the Official Committee of Unsecured Creditors to the Motion of International Union, United Automobile, Aerospace and Implement Workers of America (UAW) to Limit Participation in the Hearing on Delphi's Section 1113 and Section 1114 Motion (Docket No. 3631); Limited Objection Of Ad Hoc Trade Committee To Motion Of International Union, United Automobile, Aerospace And Implement Workers Of America (UAW) To Limit Participation In The Hearing On Delphi's Section 1113 And Section 1114 Motion (Docket No. 3634); Objection of The Shareholders to the Motion of International Union, United Automobile, Aerospace and Implement Workers of America (UAW) to Limit Participation in the Hearing on Delphi's Section 1113 and Section 1114 Motion (Docket No. 3640); Debtors' Response To Motion Of International Union, United Automobile, Aerospace And Implement Workers Of America (UAW) To Limit Participation In Hearing On Section 1113 And Section 1114 Motion (Docket No. 3643); Objection of Wilmington Trust Company, As

Indenture Trustee, To Motion Of UAW To Limit Participation In The Hearing On Debtors' Section 1113/1114 Motion And Sur Reply To Debtors' Omnibus Reply Memorandum In Support Of 1113/1114 Motion (Docket No. 3644)

Reply Filed: Omnibus Reply Of International Union, United Automobile, Aerospace And Agricultural Implement Workers Of America In Support Of Motion To Limit Participation In The Hearing On Delphi's Section 1113 And Section 1114 Motion (Docket No. 3651)

Related Filing: Motion Of International Union, United Automobile, Aerospace And Implement Workers Of America (UAW) To Limit Participation In The Hearing On Delphi's Section 1113 And Section 1114 Motion (Docket No. 3453) Corrected To Add Exhibit

Status: The hearing with respect to this matter will be proceeding.

2. **"Sections 1113 and 1114 Motion"** – Motion For Order Under 11 U.S.C. Section 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. Section 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3035)

Response Filed: Appaloosa Management L.P.'s Preliminary Objection To Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3244); Opposition Of International Union Of Operating Engineers Locals 18, 832 And 101 To Debtors' Motion For Authority To Reject Collective Bargaining Agreements And To Modify Retiree Benefits And Memorandum Of Law In Support Of Opposition (Docket No. 3314); Opposition Of International Union Of Operating Engineers Locals 18, 832 And 101 To Debtors' Motion For Authority To Reject Collective Bargaining Agreements And To Modify Retiree Benefits And Memorandum Of Law In Support Of Opposition (Docket No. 3315); Preliminary Response Of General Motors Corporation To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree

Welfare Benefits (Docket No. 3317); Objections Of USW To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3322); Declaration Of Charles Scherer In Support Of IUOE Local Union Nos. 18 And 832 Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements (Docket No. 3327); Declaration Of Jim Glathar In Support Of IUOE Local Union Nos. 18 And 832 Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements (Docket No. 3328); IBEW Local 663 And IAMAW District 10's Objection To Debtors' Motion To Reject Their Collective Bargaining Agreements Pursuant To 11 U.S.C. Section 1113(c) And To Modify Their Retiree Benefits Pursuant To 11 U.S.C. Section 1114(g) (Docket No. 3330); Memorandum Of Law In Support Of IBEW Local 663 And IAMAW District 10's Objection To Debtors' Motion To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And To Modify Retiree Benefits Under To 11 U.S.C. §1114(g) (Docket No. 3331); Objection And Memorandum Of Law In Support Of Objection Of IUE-CWA To Motion For Order Under §§ 1113 And 1114 Authorizing The Debtors To Reject The IUE-CWA's Collective Bargaining Agreement And Terminate Post Retirement Benefits (Docket No. 3332); Declaration Of Henry Reichard In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3334); Declaration Of Keith Bailey In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3335); Declaration Of Donald O. Arbogast In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3336); Declaration Of Michael Palmer In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11

U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3338); Declaration Of Brian Gilson In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3339); Declaration Of Henry Newman In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3340); Declaration Of Ted Williams In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3341); Objection Of International Union, United Automobile, Aerospace And Agricultural Implement Workers Of America (UAW) To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Health Benefits (Docket No. 3342); Declaration Of Frank Allen In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3343); Declaration Of Rochone Ruffin In Opposition To Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. §1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. § 1114(g) (Docket No. 3344); Declaration Of Richard A. Ruppert In Support Of The Objection Of International Union, United Automobile, Aerospace And Agricultural Implement Workers Of America (UAW) To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3345); Memorandum Of Law Of International Union, United Automobile, Aerospace And Agricultural Implement Workers Of America (UAW) In Support Of UAW's Objection To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective

Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3346); Declaration Of Andrew Yearley In Support Of The Objection Of International Union, United Automobile, Aerospace And Agricultural Implement Workers Of America (UAW) To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3349); Declaration Of Randal A. Middleton In Support Of IBEW Local 663 And IAMAW District 10's Objection To Debtors' Motion To Reject Collective Bargaining Agreements And To Modify Retiree Benefits (Docket No. 3350); Declaration Of Donald L. Griffin In Support Of IBEW Local 663 And IAMAW District 10's Objection To Debtors' Motion To Reject Collective Bargaining Agreements And To Modify Retiree Benefits (Docket No. 3352); Limited Objection Of Wilmington Trust Company, As Indenture Trustee, To Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3353); Supplemental Objection Of Appaloosa Management L.P. And Wexford Capital LLC To The Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3356); Objection Of IUE-CWA To Motion For Order Under 11 U.S.C.(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3427); Expert Report Filed Under Seal In Support Of Objection to Debtors' 1113 And 1114 Motions (Docket No. 3544); Response of the Official Committee of Unsecured Creditors in Support of the Debtors' Motion for Order Under 11 U.S.C. Section 1113(C) Authorizing Rejection of Collective Bargaining Agreements and Under 11 U.S.C. Section 1114(G) Authorizing Modification of Retiree Welfare Benefits (Docket No. 3561); Expert Report Of Thomas A. Kochan In

Opposition To Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Health Benefits (Docket No. 3573); Declaration And Expert Report Of Ray Marshall In Support Of The Objection Of International Union, United Automobile, Aerospace And Agricultural Implement Workers Of America (UAW) To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Health Benefits (Docket No. 3574); Declaration And Expert Report Of Paula B. Voos In Opposition To Debtors' Motion For Order Under 11 U.S.C. § 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3575); Notice Of Filing Under Seal Of Expert Report Of James E. Millstein In Opposition To Debtors' Motion For Order Under 11 U.S.C. Section 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. Section 1114(c) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3576); Notice Of Filing Under Seal Of Expert Report Of Susan Helper In Opposition To Debtors' Motion For Order Under 11 U.S.C. Section 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. Section 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3577); Supplemental Response Of General Motors Corporation To Debtors' Motion For Order Under 11 U.S.C. § 113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. § 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3628); Response Of Ad Hoc Trade Committee To Limited Objection Of Wilmington Trust Company, As Indenture Trustee And Supplemental Objection Of Appaloosa Management L.P. And Wexford Capital LLC To The Motion For Order Under 11 U.S.C. Section 1113(C) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. Section 1114(G) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3637)

Reply Filed: Omnibus Reply Memorandum Of Debtors In Support Of Motion For Order Under 11 U.S.C. Section 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. Section 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3551)

Related Filing: Memorandum Of Law In Support Of Motion For Order Under 11 U.S.C. Section 1113(c) Authorizing Rejection Of Collective Bargaining Agreements And Under 11 U.S.C. Section 1114(g) Authorizing Modification Of Retiree Welfare Benefits (Docket No. 3036); Declaration Of John D. Sheehan In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3037); Declaration Of Kevin M. Butler In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3038); Declaration Of Darrell Kidd In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3039); Declaration Of Bernard J. Quick In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3041); Declaration Of Steven Gebbia In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3042); Declaration Of Mark R. Weber In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3043); Declaration Of Keith Williams In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3045); Declaration And Expert Report Of Michael L.

Wachter In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3046); Exhibits F, G, And I To The Declaration Of Kevin M. Butler In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(C) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(G) (Docket No. 3220); Declaration Of David L. Resnick In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3413); Supplemental Declaration Of John D. Sheehan In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3552); Supplemental Declaration Of Kevin M. Butler In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3554); Supplemental Declaration Of Darrell Kidd In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3555); Supplemental Declaration Of Bernard J. Quick In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3556); Declaration Of Robert Gerling In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3557); Declaration Of James K. Guglielmo In Support Of Delphi's Motion For Authority To Reject Collective Bargaining Agreements Under 11 U.S.C. Section 1113(c) And Modify Retiree Welfare Benefits Under 11 U.S.C. Section 1114(g) (Docket No. 3558); Declaration Of William R. Shaw In Support Of Delphi's Motion For Authority To Reject Collective

*Bargaining Agreements Under 11 U.S.C. Section
1113(c) And Modify Retiree Welfare Benefits Under
11 U.S.C. Section 1114(g) (Docket No. 3560)*

Status:

*The hearing with respect to this matter will be
proceeding.*

Dated: New York, New York
May 8, 2006

SKADDEN, ARPS, SLATE, MEAGHER
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